

FILED

2006 MAR -2 AM 11:34

CLERK
U.S. BANKRUPTCY COURT
DISTRICT OF DELAWARE

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

| | | |
|---|---|--|
| In re: | : | Jointly Administered |
| | : | Case No. 02-10429 (JKF) |
| KAISER ALUMINUM CORPORATION, | : | |
| a Delaware corporation, <u>et al.</u>, | : | Chapter 11 |
| | : | |
| Debtors. | : | Re: Docket Nos. 8272, 8273, 8276, 8277, |
| | : | 8278, 8283, 8293 and 8295-8299 |

**JOINT DESIGNATION OF REORGANIZING DEBTORS
AND THEIR PRINCIPAL CREDITOR CONSTITUENCIES OF
ADDITIONAL ITEMS FOR RECORD IN CONNECTION WITH
DISTRICT COURT REVIEW OF INSURER CONFIRMATION ISSUES**

Kaiser Aluminum Corporation, Kaiser Aluminum & Chemical Corporation and certain of their debtor affiliates (collectively, the "Reorganizing Debtors"),¹ twenty-two of the above-captioned debtors and debtors in possession, the official committee of unsecured creditors (the "Creditors' Committee"), the statutory committee of asbestos claimants (the "Asbestos Committee"), the official committee of retired employees (the "Retirees' Committee"), Martin J. Murphy as legal representative for future asbestos claimants (the "Asbestos Representative") and Anne M. Ferazzi as legal representative for future silica and coal tar pitch volatiles claimants (the "Silica Representative" and collectively with the Reorganizing Debtors, the Creditors' Committee, the Asbestos Committee, the Retirees' Committee and the Asbestos Representative, the "Plan Proponents") hereby submit this joint designation of additional items for transmittal to the District Court for the District of Delaware (the "District Court") in connection with the

¹ In addition to Kaiser Aluminum Corporation and KACC, the Reorganizing Debtors include the following entities: Akron Holding Corporation, Kaiser Aluminum & Chemical Investment, Inc., Kaiser Aluminium International, Inc., Kaiser Aluminum Properties, Inc., Kaiser Aluminum Technical Services, Inc., Kaiser Bellwood Corporation, Kaiser Micromill Holdings, LLC, Kaiser Texas Micromill Holdings, LLC, Kaiser Sierra Micromills, LLC, Kaiser Texas Sierra Micromills, LLC, Oxnard Forge Die Company, Inc., Alwis Leasing LLC, Kaiser Center, Inc., KAE Trading, Inc., Kaiser Aluminum & Chemical Investment Limited (Canada), Kaiser Aluminum & Chemical of Canada Limited (Canada), Kaiser Center Properties, Kaiser Export Company and Texada Mines Ltd. (Canada).

District Court's review of the Bankruptcy Court's (i) Findings of Fact and Conclusions of Law Regarding Confirmation of the Second Amended Joint Plan of Reorganization of Kaiser Aluminum Corporation, Kaiser Aluminum & Chemical Corporation and certain of their Debtor Affiliates, as Modified (D.I. 8226) (the "Confirmation Findings") and (ii) Order Confirming the Second Amended Joint Plan of Reorganization of Kaiser Aluminum Corporation, Kaiser Aluminum & Chemical Corporation and certain of their Debtor Affiliates, as Modified (D.I. 8225) (the "Confirmation Order").

On February 15 or 16, 2006, various insurance companies (collectively, the "Insurers")² filed notices of appeal of the Confirmation Order as well as separate requests (collectively, the "Requests") seeking *de novo* review, pursuant to 28 U.S.C. § 157(c)(1), 11 U.S.C. § 524(g) and Bankruptcy Rule 9033, of the Confirmation Findings. The Plan Proponents filed a joint response (the "Joint Response") (D.I. 8338) to the Requests on February 24, 2006, requesting that the District Court (i) review the Confirmation Findings and the Confirmation Order pursuant to either an appellate process or a Bankruptcy Rule 9033-type process, but not both processes as requested by the Insurers and (ii) expedite its review of the Confirmation Findings and Confirmation Order. On February 27, 2006, the Insurers filed their

² The Insurers include the following entities: Columbia Casualty Insurance Company, Transcontinental Insurance Company, Harbor Insurance Company, Continental Insurance Company, AIU Insurance Company, Granite State Insurance Company, Insurance Company of the State of Pennsylvania, Landmark Insurance Company, Lexington Insurance Company, National Union Fire Insurance Company, New Hampshire Insurance Company, ACE Property & Casualty Company, Central National Insurance Company of Omaha, Century Indemnity Company, Industrial Indemnity Company, Industrial Underwriters Insurance Company, Pacific Employers Insurance Company, Republic Indemnity Company and Transport Insurance Company (f/k/a Transport Indemnity Company, First State Insurance Company, Hartford Accident & Indemnity Company, New England Reinsurance Corporation, Nutmeg Insurance Company, and TIG Insurance Company (as successor by merger to International Insurance Company)).

designations of items to be included in the record on their appeals, pursuant to Bankruptcy Rule 8006.³

The Plan Proponents designate the following additional items to be included in the record transmitted to the District Court for the District Court's review of the Confirmation Findings and the Confirmation Order. The Insurers' designations and the additional items designated herein include all necessary record items for the District Court to review the Confirmation Findings and Confirmation Order pursuant to either a Bankruptcy Rule 9033-type process or the appellate process. By designating these additional items to be included in the record in connection with the District Court's review of the Insurers' confirmation issues, the Plan Proponents are not consenting to a dual Bankruptcy Rule 9033-type process and an appellate process. As explained in the Joint Response, the Plan Proponents are requesting that the District Court adopt either an appellate process or a Bankruptcy Rule 9033-type process; proceeding with both would only create needless duplication and additional cost since the issues are not only identical but purely legal.

Designation of Additional Items for District Court Review⁴

1. Docket No. 7329 - Motion to Allow - Certain Insurers' Motion for Access to Exhibits to 2019 Statements. Filed on September 8, 2005.

2. Docket No. 7330 - Motion to Approve - Motion for an Expedited Hearing to Consider Certain Insurers' Motion for Access to Exhibits to 2019 Statements and to Limit Notice Period. Filed on September 8, 2005.

³ In the Joint Response, the Reorganizing Debtors noted that they would confer with the Insurers on the items in the record to be transmitted to the District Court for the District Court's consideration of the Confirmation Findings and Confirmation Order. In light of the Insurers' subsequent designation of record items for their appeals, no conference with the Insurers was necessary and the Plan Proponents are simply filing this joint designation of additional items for the record.

⁴ All items designated herein by the Debtors include all exhibits, attachments or other papers included within each docket entry for such item.

3. Docket No. 7364 - Motion for More Definite Statement Certain Insurers' Motion for More Definite Statement Under Bankruptcy Rules 3020, 7012(e) and 9014 with Respect to the Second Amended Joint Plan of Reorganization of Kaiser Aluminum Corporation, Kaiser Aluminum & Chemical Corporation and Certain of Their Debtor Affiliates. Filed on September 16, 2005.

4. Docket No. 7366 - Motion to Approve Motion for an Expedited Hearing to Consider Certain Insurers' Motion for More Definite Statement with Respect to the Second Amended Joint Plan of Reorganization of Kaiser Aluminum Corporation, et al. Filed by Allstate Insurance Company f/k/a Northbrook Insurance Company. Filed on September 16, 2005.

5. Docket No. 7369 - Order (MODIFIED) Granting Motion filed on behalf of Certain Insurers for Expedited Hearing on Motion for Access to Exhibits to 2019 Statements. Entered on September 16, 2005.

6. Docket No. 7379 - Order Denying Motion for Expedited Hearing of Certain Insurers' Motion for More Definite Statement as to Debtors' Second Amended Joint Plan of Reorganization. Entered on September 19, 2005.

7. Docket No. 7385 - Omnibus Objection to Silica Personal Injury Claims Filed by Certain Insurers and Filed by St. Paul Fire and Marine Insurance Company. Filed on September 19, 2005.

8. Docket No. 7502 - Joinder Into Certain Insurers' First Substantive Omnibus Objection to Silica Personal Injury Claims (Related to Docket No. 7385) Filed by Republic Indemnity Company and Transport Insurance Company (f/k/a Transport Indemnity Company). Filed on October 14, 2005.

9. Docket No. 7506 - Joint Objection to Certain Insurers' Motion for More Definite Statement Under Bankruptcy Rules 3020, 7012(e) and 9014 with Respect to the Second Amended Joint Plan of Reorganization of Kaiser Aluminum Corporation, Kaiser Aluminum & Chemical Corporation and Certain of Their Debtor Affiliates. Filed on October 14, 2005.

10. Docket No. 7507 - Response to Certain Insurers' First Substantive Omnibus Objection to Silica Personal Injury Claims and Objection to Motion of Certain Insurers for an Order Granting Relief From Local Rule 3007-1 to Enable the Certain Insurers to File Omnibus Objection to Silica Personal Injury Claims. Filed on October 14, 2005.

11. Docket No. 7517 - Motion of Debtors and Debtors in Possession to Strike (A) Certain Insurers' First Substantive Omnibus Objection to Silica Personal Injury Claims and (B) Related Motion of Certain Insurers for an Order Granting Relief From Local Rule 3007-1 to Enable the Certain Insurers to File Omnibus Objection to Silica Personal Injury Claims. Filed on October 14, 2005.

12. Docket No. 7519 - Consolidated Response of Debtors and Debtors in Possession to (A) Certain Insurers' First Substantive Omnibus Objection to Silica Personal Injury Claims and (B) Motion of Certain Insurers for an Order Granting Relief From Local Rule 3007-1 to Enable the Certain Insurers to File Omnibus Objection to Silica Personal Injury Claims. Filed on October 14, 2005.

13. Docket No. 7521 - Objection of Debtors and Debtors in Possession to Motion of Certain Insurers for More Definite Statement Under Bankruptcy Rules 3020, 7012(e) and 9014 With Respect to the Second Amended Joint Plan. Filed on October 14, 2005.

14. Docket No. 7538 - Response to the Certain Insurers to the Debtors' Motion to Strike and Other Responses Relating to the Certain Insurers' First Substantive Omnibus Objection to Silica Personal Injury Claims. Filed on October 18, 2005.

15. Docket No. 7617 - Notice of Filing by Debtors and Debtors in Possession Kaiser Aluminum Corporation, Kaiser Aluminum & Chemical Corporation and Certain of Their Debtor Affiliates of Certain Exhibits to the Second Amended Joint Plan of Reorganization. Filed on October 28, 2005.

16. Docket No. 7717 - Scheduling Order Related to Hearing on Confirmation of Second Amended Joint Plan of Reorganization of Kaiser Aluminum Corporation, Kaiser Aluminum & Chemical Corporation and Certain of Their Debtor Affiliates. Entered on November 15, 2005.

17. Docket No. 7757 - Witness List of the Future Silica and CTPV Claimants' Representative with Respect to the Hearing to Consider Confirmation of the Second Amended Joint Plan of Reorganization of Kaiser Aluminum Corporation, Kaiser Aluminum & Chemical Corporation and Certain of Their Debtor Affiliates. Filed on November 18, 2005.

18. Docket No. 7765 - Notice of Service Fact Witness List of Debtors and Debtors in Possession and Certain of Their Debtor Affiliates in Connection with the Hearing to Consider Confirmation of Their Second Amended Joint Plan of Reorganization Filed by Kaiser Aluminum Corporation. Filed on November 18, 2005.

19. Docket No. 7812 - Declaration of Kathleen M. Logan Certifying the Methodology for Tabulating Votes on, and the Results of Voting with Respect to, the Second Amended Joint Plan of Reorganization of Kaiser Aluminum Corporation, Kaiser Aluminum & Chemical Corporation and Certain of Their Debtor Affiliates. Filed on November 29, 2005.

20. Docket No. 7832 - Notice of Service Expert Witness List of Unsecured Creditors' Committee in Connection with the Hearing to Consider Confirmation of Their Second Amended Joint Plan of Reorganization. Filed on December 2, 2005.

21. Docket No. 7964 - Notice of Service of Filing Third Modification to the Second Amended Joint Plan of Reorganization of Kaiser Aluminum Corporation, Kaiser Aluminum & Chemical Corporation and Certain of Their Debtor Affiliates. Filed on December 16, 2005.

22. Not Docketed - Transcript of hearing held on January 10, 2006, before the Honorable Judith K. Fitzgerald.

23. Docket No. 8338 - Joint Response to Insurer Requests for De Novo Review of Findings of Fact and Conclusions of Law Regarding Confirmation of Second Amended Joint Plan of Reorganization, as Modified, and Request for Expedited Consideration of Confirmation Findings and Confirmation Order. Filed on February 24, 2006.

Dated: March 1, 2006
Wilmington, Delaware

/s/ William P. Bowden

William P. Bowden (DE 2553)
Gregory A. Taylor (DE 4008)
ASHBY & GEDDES
222 Delaware Avenue
P.O. Box 1150
Wilmington, Delaware 19899
Phone: (302) 654-1888
Fax: (302) 654-1067

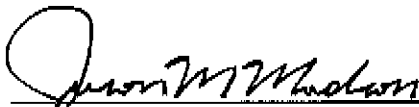
-and-

Lisa Beckerman
AKIN GUMP STRAUSS HAUER
& FELD LLP
590 Madison Avenue
New York, New York 10022
Phone: (212) 872-1000
Fax: (212) 872-1002

Brian A. Kilmer
AKIN GUMP STRAUSS HAUER
& FELD LLP
1700 Pacific Avenue, Suite 4100
Dallas, Texas 75201
Phone: (214) 969-2800
Fax: (214) 969-4343

ATTORNEYS FOR THE OFFICIAL
COMMITTEE OF UNSECURED
CREDITORS

Respectfully submitted,



Daniel J. DeFranceschi (DE 2732)
Kimberly D. Newmarch (DE 4340)
Jason M. Madron (DE 4431)
RICHARDS, LAYTON & FINGER
One Rodney Square
P.O. Box 551
Wilmington, Delaware 19899
Telephone: (302) 651-7700
Facsimile: (302) 651-7701

-and-

Gregory M. Gordon
Daniel P. Winikka
JONES DAY
2727 North Harwood Street
Dallas, Texas 75201
Telephone: (214) 220-3939
Facsimile: (214) 969-5100

ATTORNEYS FOR DEBTORS
AND DEBTORS IN POSSESSION

/s/ Mark T. Hurford

Marla R. Eskin (DE 2989)
Mark T. Hurford (DE 3299)
CAMPBELL & LEVINE, LLC
800 King Street, Suite 300
Wilmington, DE 19801
Telephone: (302) 426-1900
Facsimile: (302) 426-9947

-and-

Elihu Inselbuch
CAPLIN & DRYSDALE, CHARTERED
399 Park Avenue
New York, NY 10022
Telephone: (212) 319-7125
Facsimile: (212) 644-6755

-and-

Peter Van N. Lockwood
CAPLIN & DRYSDALE, CHARTERED
One Thomas Circle, N.W.
Washington, DC 20005
Telephone: (202) 862-5000
Facsimile: (202) 429-3301

ATTORNEYS FOR OFFICIAL
COMMITTEE OF ASBESTOS
CLAIMANTS

/s/ Sharon M. Zieg

James L. Patton Jr. (DE 2202)
Edwin J. Harron (DE 3396)
Sharon M. Zieg (DE 4196)
YOUNG CONAWAY STARGATT &
TAYLOR, LLP
The Brandywine Building
1000 West Street, 17th Floor
Wilmington, Delaware 19801
Phone: (302) 571-6600
Facsimile: (302) 571-1253

COUNSEL TO MARTIN J. MURPHY,
THE LEGAL REPRESENTATIVE FOR
FUTURE ASBESTOS CLAIMANTS

/s/ Daniel K. Hogan

Daniel K. Hogan (DE 2814)
THE HOGAN FIRM
1311 Delaware Avenue
Wilmington, Delaware 19806
Telephone: (302) 656-7540
Facsimile: (302) 656-7599

-and-

Sander L. Esserman
Steven A. Felsenthal
Peter C. D'Apice
STUTZMAN, BROMBERG,
ESSERMAN & PLIFKA,
A Professional Corporation
2323 Bryan Street, Suite 2200
Dallas, Texas 75201
Telephone: (214) 969-4900
Facsimile: (214) 969-4999

COUNSEL FOR THE FUTURE SILICA
CLAIMANTS' REPRESENTATIVE

/s/ Frederick D. Holden

Laurie Schenker Polleck (No. 4300)
JASPAN SCHLESINGER HOFFMAN,
LLP
913 Market Street, 12th Floor
Wilmington, Delaware 19801
Telephone: (302) 351-8000
Facsimile: (302) 351-8010

-and-

Frederick D. Holden, Jr. (*pro hac vice*)
ORRICK, HERRINGTON & SUTCLIFFE
LLP
The Orrick Building
405 Howard Street
San Francisco, CA 94105-2669
Telephone: (415) 773-5700
Facsimile: (415) 773-5759

COUNSEL TO THE OFFICIAL
COMMITTEE OF RETIRED SALARIED
EMPLOYEES